

# **EXHIBIT 1**

## F & M Tool & Plastics

62 Lakeview Street, Leominster, MA 01453  
Telephone: 978-840-1898 Fax: 978-840-9578



## Petwares *Plus*

September 16, 2008

Dan Eiden Inc.  
1735 Woodmar Court  
Howell, MI 48843

Dear Dan,

F&M Tool & Plastics is pleased to confirm the appointment of Dan Eiden Inc. as our independent sales representative effective September 1, 2008.

It is your responsibility to sell and service all current accounts and prospective new customers in that territory. Territory is defined as per the attached Schedule A – Account Listing.

It is understood that Dan Eiden Inc. will not represent any company or products that compete with F&M Tool & Plastics.

The standard commission rate is 5% of the net selling price. Trade discounts, freight and transportation, insurance, tariffs, taxes and fees shall be excluded from the net selling price. Commissions will be paid the 15<sup>th</sup> of each month following the month the invoice is paid by the customer. Commissions will be adjusted if the regular net selling price or payment terms are adjusted.

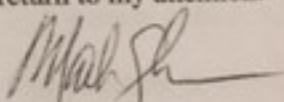
All customer orders will be subject to acceptance and will bear all associated selling expenses. You will not have authority to bind F&M Tool & Plastics as principal, to endorse checks or to maintain bank accounts in the name of F&M Tool & Plastics. You will not be authorized to make allowances or adjustments. You will be responsible for the withholding and payment of employment taxes of your employees, including, but not limited to, income, social security and FICA taxes, payment of any insurance, and other benefit plans.

Either party may terminate this appointment at any time upon 30 days prior written notice.

September 16, 2008

We are excited about our relationship and the many opportunities that the territory offers to F&M Tool & Plastics and to Dan Eiden Inc. Everyone here at F&M Tool & Plastics looks forward to working with you to grow our business together.

If this letter of appointment is agreeable to you, please sign below where indicated and return to my attention.



Mark Gasbarro  
President

Appointment as independent manufacturer's representative for F&M Tool & Plastics is accepted on the terms stated above.

BY:

Dan Eiden

TITLE:

President

DATE:

9-20-08

**F&M TOOL & PLASTICS (PETWARES PLUS) ACCOUNT LIST  
Schedule A**

AAFES  
ACE Hardware  
ACO Hardware  
Aldi's  
Amazon.Com  
Andersons  
Bashas  
Biggs  
Blains Supply  
Canadian Tire  
Discount Drug Mart (storage only)  
Do it Best  
Douglas Stewart Co.  
Duckwall-Alco  
Giant Eagle  
H&H Distributors  
Hy-Vee  
Kmart/Sears Holdings  
Loblaws  
Marcs  
Meijer  
Menards  
Mills Fleet Farm  
Nash Finch  
Office Max  
Pamida  
Pet Supplies Plus  
Promotions Unlimited  
Publix  
Roundsy's  
School Specialty  
Shopko  
Snyder Drug  
Spartan  
Target  
Thrifty White Drug  
Tractor Supply (storage only)  
True Value Company  
Variety Distributors  
Walgreens  
Wolverton  
Zellers

**Smartware & Petwares plus Products**  
Representative Information Sheet

September 16, 2008

Dan Eiden Inc.  
1735 Woodmar Court  
Howell, MI 48843

Dan Eiden

Sales Rep Social Security Number or Federal ID # 26-3291342  
We should make checks payable to Sales Rep \_\_\_\_\_ or Company X \_\_\_\_\_

Office Phone >248-884-9223  
Cell Phone \_\_\_\_\_  
Fax Number - 517-546-0020  
Email address - ceiden@aol.com

Which address should samples be sent to? Company \_\_\_\_\_ Home \_\_\_\_\_  
UPS charges more to send to residence and a \$5.00 fee if residential delivery is not noted

What markets do you want to cover? Please only specify those that make sense with  
your other lines.

- Petwares Accounts  
 Landscape  
 Lumber Yards  
 Municipalities  
 Golf course designer & architects  
 Retail, Grocery & other \_\_\_\_\_

What territory do you want to cover? Please use some interstate or state boundaries for  
clarity. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

What major A accounts do you have rapport with in your chosen markets \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

What B & C Accounts do you have rapport with in your chosen markets? \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_